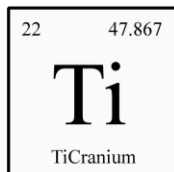


Dodd-Frank Section 1502 Business Impact and Solutions

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Who . . .

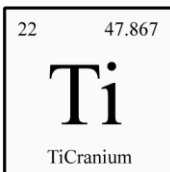
Is affected by Dodd-Frank Section 1502?

- Companies who file reports with the SEC pursuant to Exchange Act Sections 13(a) or 15(d);

AND

- Use any conflict minerals that are “necessary to the functionality or production” of a product manufactured by the company or contracted (degree of influence over manufacturing the product) by the company to be manufactured

Summary: If you file reports with the SEC and produce products using conflict minerals, then you are subject to Dodd-Frank’s provisions.

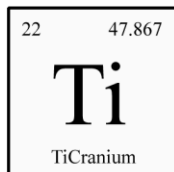


What . . .

Do companies need to do?

- Perform a good-faith and reasonable country-of-origin inquiry into source of all conflict minerals used in its manufacturing
- File Form SD with the SEC and post results on the company website every year
- Continue to monitor and report the source of all conflict materials

Summary: Companies must determine and disclose the source of any conflict minerals used in the manufacture of their products every year.

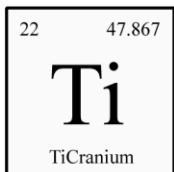


What . . .

Are conflict minerals?

- **Gold:** jewelry, electronics, communications and aerospace
- **Columbite-tantalite (Tantalum):** electrical components such as mobile phones, computers, videogame consoles, medical devices, and aircraft
- **Cassiterite (Tin):** plating and solders for joining pipes, electrical circuits, and consumer packaging
- **Wolframite (Tungsten):** metal wires, electrodes and contacts in lighting, electronics

Summary: Conflict minerals include the ore from which Gold, Tantalum, Tin, and Tungsten are mined.



Where . . .

Do conflict minerals originate?

- Tanzania
- Zambia
- Angola
- Central Africa Republic
- Democratic Republic of the Congo (DRC)



- Congo Republic
 - Uganda
 - Burundi
 - Rwanda
- South Sudan

Summary: The covered countries for conflict minerals are the countries surrounding the Democratic Republic of Congo (DRC) in Central Africa.

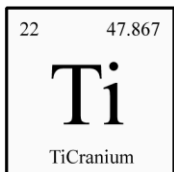
Why . . .

Do companies need to comply?

Failure to comply can result in:

- Damage suits for providing misleading or false statements or omissions of fact to shareholders enforceable under Section 18 of the Exchange Act
- Loss of Government contracts
- Public relations backlash due to the rising awareness of the effect conflict minerals have in financing armed conflict. This is applicable for private companies as well.
 - Private companies in the supply chain of a public company, and private companies who are government contractors may also need to be concerned with compliance to maintain business.

Summary: The government and public are beginning to take note of companies that support armed conflict by purchasing conflict minerals.

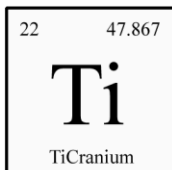


When . . .

Are the deadlines?

- **January 1, 2013** - The Dodd-Frank requirements went into effect and products manufactured thereafter using conflict minerals must appear on the company's report to the SEC
- **Today** - Companies need to perform due diligence on their conflict mineral suppliers
- **May 31, 2014** - Companies must file their form for 2013 with the SEC
- **May 31** - Companies must file subsequent reports every year

Summary: The regulations are already in effect and companies need to begin their due diligence process in order to file their yearly reports.



Solutions . . .

Do it yourself?

- *NOT POSSIBLE IF CONFLICT MINERALS ORIGINATE IN COVERED COUNTRIES OR ORIGIN IS UNDETERMINABLE*
- *Section 1502 requires persons to disclose annually whether any conflict minerals that are necessary to the functionality or production of a product of the person, as defined in the provision, originated in the Democratic Republic of the Congo or an adjoining country and, if so, to provide a report describing, among other matters, the measures taken to exercise due diligence on the source and chain of custody of those minerals, **which must include an independent private sector audit of the report that is certified by the person filing the report.** Certain aspects of this rulemaking will require consultation with other federal agencies, including the State Department, the Government Accountability Office, and the Commerce Department.
<http://www.sec.gov/spotlight/dodd-frank/speccorpdisclosure.shtml>*

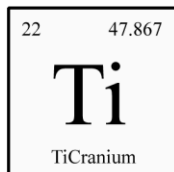
Summary: Trying to do this in-house is expensive and opens you up to serious risks if you fail to meet the requirements of an untested statute.

Solutions . . .

Let TiCranium do the work.

- We will perform an independent audit that includes legal analysis and complies with federal regulations and provide a report that can be filed with the SEC and posted on your website.
- We will recommend alternatives should you not be in compliance, and can assist with mitigation or defense from liability.
- We will continue to monitor for compliance.

Summary: TiCranium has the experience to navigate the new rules and reporting requirements, letting you concentrate on your business.

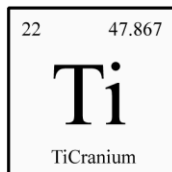


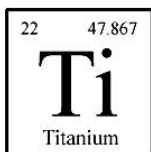
Solution . . .

TiCranium: the informed choice, the right choice.

- We provide high quality, hands-on legal assistance and representation that is more personable and less expensive than large firms.
- We have both global, large private law firm, and federal regulatory government experience which includes federal investigations, audits, defense, and prosecutorial experience.
- We have experience with armed conflicts in Africa.

Summary: TiCranium has the experience to navigate the new rules and reporting requirements for a fraction of the price of the big firms.





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